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CAPITAL  
VC LIMITED

首都創投有限公司

**Capital VC Limited**  
**首都創投有限公司**

*(Incorporated in the Cayman Islands with limited liability  
and carrying on business in Hong Kong as CNI VC Limited)*  
(Stock Code: 02324)

**(1) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING  
HELD ON 7 FEBRUARY 2017;  
(2) SHARE CONSOLIDATION;  
AND  
(3) RIGHTS ISSUE**

The Board is pleased to announce that the EGM Resolutions specified in the Notice were duly passed at the EGM by way of poll by the Shareholders.

The Share Consolidation will become effective on Wednesday, 8 February 2017.

Reference is made to the circular of Capital VC Limited (the “**Company**”) dated 13 January 2017 (the “**Circular**”) and the notice of the EGM of the same date (the “**Notice**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

## (1) POLL RESULTS OF THE EGM

As at the date of the EGM, there are a total of 3,443,603,123 Shares in issue. The total number of Shares entitling the Shareholders to attend and vote for or against the resolutions put forward at the EGM (the “**EGM Resolutions**”) was 3,443,603,123. None of the Shareholders were required under the Listing Rules to abstain from voting in favour of the EGM Resolutions. None of the Shareholders were required under the Listing Rules to abstain from voting at the EGM. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the EGM Resolutions.

In accordance with the Listing Rules, voting of the EGM Resolutions as set out in the Notice were taken by poll. Tricor Tengis Limited, the Company’s share registrar in Hong Kong, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

The Board is pleased to announce that the EGM Resolutions were duly passed at the EGM by way of poll by the Shareholders. The poll results in respect of the EGM Resolutions were as follows:

ORDINARY RESOLUTIONS	Number of votes (Approximate %)	
	For	Against
1. To approve the Share Consolidation.	885,801,436 (94.27%)	53,828,000 (5.73%)
2. To approve the Rights Issue, the Underwriting Agreement, and the transactions contemplated thereunder.	885,801,436 (94.27%)	53,828,000 (5.73%)

Please refer to the Notice for the full version of the above EGM Resolutions.

As more than half of the votes were cast in favour of each of the EGM Resolutions, the EGM Resolutions were duly passed as ordinary resolutions of the Company.

## (2) SHARE CONSOLIDATION

The Board is also pleased to announce that the Share Consolidation will take effect on Wednesday, 8 February 2017. Please refer to the Circular for the details, including the trading arrangement of the Consolidated Shares and the exchange and replacement of share certificates in respect of the Share Consolidation. Shareholders should note that upon the Share Consolidation becoming effective, the colour of the share certificates of the Company will be changed from green to yellow.

### (3) RIGHTS ISSUE

The Rights Issue, which is conditional upon, among other things, the Share Consolidation becoming effective, will proceed in accordance with the expected timetable as set out in the Circular. Pursuant to the expected timetable, (a) the last day of dealings in the Consolidated Shares on a cum-rights basis will be Wednesday, 8 February 2017; (b) the Consolidated Shares will be dealt in on an ex-rights basis from Thursday, 9 February 2017; and (c) it is expected that the Prospectus Documents will be despatched to the Qualifying Shareholders on Monday, 20 February 2017.

Shareholders should note that the Rights Issue remains subject to the satisfaction of other conditions as disclosed under the section headed "Conditions of the Rights Issue" in the letter from the Board as set out in the Circular. In particular, the Rights Issue is subject to the Underwriter not terminating the Underwriting Agreement in accordance with the terms set out therein. Accordingly, the Rights Issue may or may not proceed. Any Shareholders or other persons contemplating selling or purchasing the Shares and the Rights Share in nil-paid form up to the date when the conditions of the Rights Issue are fulfilled will bear the risk that the Rights Issue could not become unconditional and may not proceed.

By order of the Board  
**Capital VC Limited**  
**Chan Cheong Yee**  
*Executive Director*

Hong Kong, 7 February 2017

As at the date of this announcement, the Board comprises:

*Executive Directors:*

Mr. Kong Fanpeng  
Mr. Chan Cheong Yee

*Independent non-executive Directors:*

Mr. Lam Kwan  
Mr. Ong Chi King  
Mr. Lee Ming Gin